# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
FRANCHISE GROUP, INC., et al., 1	Case No. 24-12480 (LSS)
Debtors.	(Jointly Administered)

### **AFFIDAVIT OF SERVICE**

I, Nelson Crespin, depose and say that I am employed by Kroll Restructuring Administration LLC ("*Kroll*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On May 2, 2025, at my direction and under my supervision, employees of Kroll caused the following documents to be served by the method set forth on the Core/2002 Service List attached hereto as **Exhibit A**:

Declaration of Christopher Grubb in Support of Debtors' Motion for Entry of an Order (I)
 Authorizing Franchise Group Intermediate V, LLC to Enter Into and Perform Its
 Obligations Under the Asset Purchase Agreement, (II) Approving the Sale of Certain
 Assets Free and Clear of All Claims, Liens, Rights, Interests, and Encumbrances, (III)
 Approving the Assumption and Assignment of Executory Contracts and Unexpired
 Leases, and (IV) Granting Related Relief [Docket No. 1389]

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy's Newco, LLC (5404), Buddy's Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies "Plus", LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors' headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

- Declaration of David Orlofsky in Support of Debtors' Motion for Entry of an Order (I)
   Authorizing Franchise Group Intermediate V, LLC to Enter Into and Perform Its
   Obligations Under the Asset Purchase Agreement, (II) Approving the Sale of Certain
   Assets Free and Clear of All Claims, Liens, Rights, Interests, and Encumbrances, (III)
   Approving the Assumption and Assignment of Executory Contracts and Unexpired
   Leases, and (IV) Granting Related Relief [Docket No. 1390]
- Notice of Filing of Revised Sale Order [Docket No. 1391]

Dated: May 14, 2025

/s/ Nelson Crespin Nelson Crespin

State of New York County of New York

Subscribed and sworn (or affirmed) to me on May 14, 2025, by Nelson Crespin, proved to me on the basis of satisfactory evidence to be the person who executed this affidavit.

### /s/ HERBERT BAER

Notary Public, State of New York No BA6205563 Qualified in Westchester County Commission Expires May 11, 2029

# Exhibit A

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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### Case 24-12480-LSS Doc 1482 Filed 05/15/25 Page 5 of 13

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# Case 24-12480-LSS Doc 1482 Filed 05/15/25 Page 6 of 13

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		Attn: Patrick A. Jackson 222 Delaware Avenue, Suite 1410		
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# Case 24-12480-LSS Doc 1482 Filed 05/15/25 Page 7 of 13

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Sourset to SDC Portfolio Owner LLC, BOTG Owner LLC, and STT Centers Corp.  **Rolling Direct Specialist, CFCA**  **Ro	Counsel to 100 Brentwood Associates, L.P.	Kaplin Stewart Meloff Reiter & Stein, P.C.	Blue Bell PA 19422	wlevant@kaplaw.com	Email
Courset to Dictor Correction Convert LC, BOTQ Owner LLC, Brothed Properties Real, Inc., Curbine Properties Corp., First Wanington Restlin, See Post Multiplican Restlin, Corp. Convert LC, and STE Centers Corp.  See Post Post Post Post Post Post Post Post					
Courset to SECE Portfolic Owner LLC, BOYLD Owner LLC, Brother Properties Real, Inc., curbine Properties Corp., First Washington Bealty, Pre-Post Inc., Lift Property Management Efficient Male, Kite Bealty Group, L.P., NNN RETT, Inc., Regency Centers, L.P., Sharmrock A. Dwner LLC, and STEC Centers Corp.  Attr. Michielle Leeson, Prandegal, Collections Specialist, CFCA Consult to Ken Burton, Jr., Manatee Country Tax Collector  Antr. Michielle Leeson, Prandegal, Collections Specialist, CFCA Consult to Ken Burton, Jr., Manatee Country Tax Collector  Antr. Michielle Leeson, Prandegal, Collections Specialist, CFCA Consult to Ken Burton, Jr., Manatee Country Tax Collector  Antr. Social A. Buchert 1,115, Social A. Buchert			Attn: Robert L. LeHane, Jennifer D. Raviele, Allison Selick	KDWBankruptcyDepartment@kellevdrve.com	
Washington Realty, CCP Boom LCL, ILP Property, Management (Franklin Mail), Kite Realty Group, L.P., NNN RET, inc., Regency Celeters, L.P., Shamorck A. Owner LLC, and STE Centers Cop.  Legis Course to Ken Burton, Ir., Manatee County Tax Collector  Legis (Prop & Warren LLP  Legis	Counsel to BCDC Portfolio Owner LLC, BCHQ Owner LLC, Brookfield Properties Retail, Inc., Curbline Properties Corp., First				
Course! to Enter Cop.  Kelley Dive, & Warren LLP  Ken Burton, Ir., Manatee County Tax Collector  Counsel to Ken Burton, Ir., Manatee County Tax Collector  Counsel to Frontier Bel Air LLC, Frontier Osceola LLC, Frontier Osceola LLC, Frontier Sissimmee LLC  Counsel to Frontier Bel Air LLC, Frontier Osceola LLC, Frontier Sissimmee LLC  Counsel to Brain Gale, Mark Noble, Terry Philippas, and Lawrence Bass, and Former Stockholders  Kensler Topac Meltzer & Check LLP  Attr. Scotts A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A Dear Store Water A 200-5477  Attr. Scott A Bachert 141 Scottswills Road A 200-5477  Attr. Scott A Bachert 141 Scottswills Road Attr. Scot					
Ken Burton, Jr., Manatee County Tax Collector		Kelley Drye & Warren LLP			Email
Ken Burton, Jr., Manatee County Tax Collector					
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Attr.   Damie   Lo Bebtors and Debtors in Possession   Sirkland & Ellis LLP   Attr.   Mark Kotane, P. C.	Counsel to Ken Burton, Jr., Manatee County Tax Collector	Collector	Brandenton FL 34205-7863	legal@taxcollector.com	Email
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